uniserve

PRESS RELEASE
Uniserve Communications Corporation TSX.V: USS

www.uniserve.com | Corporate Relations: 604-395-3961

Uniserve Expands Ontario Footprint with Strategic MSP Acquisition, Advancing National Digital Infrastructure Platform

Vancouver, BC: February 23, 2026 – Uniserve Communications Corporation (the "Company" or "Uniserve") (TSXV: USS), a leading provider of managed IT, ISP, cloud, data centre services and technology services, wishes to announce that it has entered into a Letter of Intent dated as of February 19, 2026 to acquire the shares and/or assets of an Ontario based Managed Service Provider (the "MSP") that is focused on providing a full stack of services to customers. The MSP offers security and value-added reseller services in addition to traditional managed IT services.

"The acquisition of this MSP will further enhance the depth of services that Uniserve will deliver and continue to enhance our Ontario operations and will further support the growth of Uniserve's recurring revenue-based service offerings and consolidate our ability to provide these services in Ontario. As Canadian businesses continue their digital transformations, we are working to build our future ready digital infrastructure to help these businesses navigate this challenging landscape. We expect this acquisition to bring approximately $2.1M in top line sales, expected EBITDA of $600,000 and critically skilled talent to the organization." said Kwin Grauer Interim CEO of Uniserve.

The transaction is subject to the parties entering into a Definitive Agreement. On closing, the purchase price of such transaction is expected to be CAD $1,300,000, payable $1,000,000 in cash, $300,000 will be paid at Closing by delivery of a convertible note expiring 3 years from the date of closing (the "Note"). The Note will be convertible into common shares of the Company at $0.80 per share during year one, and $0.90 per share during year two and $1.00 thereafter to the date of expiration. Interest will accrue on the balance owing under the Note at 7% per annum, calculated and to be paid to the noteholder by the Company monthly. The Company will not be assuming any long-term debt of the MSP. The MSP and its shareholders are arm's length to the Company. No finder's fees will be paid by the Company in connection with the transaction, and the transaction will not result in a change of control.

This transaction is dependent on and anticipates the execution of a definitive agreement within 30 days and is subject to further due diligence conducted by the Company, final approval of the Company's Board of Directors and the approval of the TSX Venture Exchange.

uniserve

About Uniserve

Uniserve delivers secure, reliable, and customized IT solutions that power your business forward. With offices in Vancouver, Calgary, and Waterloo, Uniserve provides a full suite of services across three core verticals: Data Centre Solutions, Managed IT Services, and Business Internet. Our data centre infrastructure ensures maximum uptime, security, and scalability - so when your IT runs right, your people and your business thrive.

This news release was prepared on behalf of the Board of Directors, which accepts full responsibility for its contents.

Learn more at www.uniserve.com or at www.sedarplus.ca.

Kwin Grauer
Chairman of the Board
Interim CEO

For more information please call 604-395-3961 or email corporate.relations@uniserveteam.com.

Neither TSX Venture Exchange nor its Regulations Services Provider (as the term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release. Management has prepared this release and no regulatory authority has approved or disapproved the information contained herein. The statements contained in this news release that are not historical facts are forward looking statements. Such statements are based on management's estimates, assumptions and projections using available information. Uniserve cautions that actual financial results could differ materially from the current expectations due to a number of factors.